

**THE BOARD OF EDUCATION OF THE
BLACK HORSE PIKE REGIONAL SCHOOL DISTRICT,
IN THE COUNTY OF CAMDEN, NEW JERSEY**

RESOLUTION NO. _____

**RESOLUTION OF THE BOARD OF EDUCATION OF THE
BLACK HORSE PIKE REGIONAL SCHOOL DISTRICT, IN
THE COUNTY OF CAMDEN, NEW JERSEY,
AUTHORIZING THE ISSUANCE AND SALE OF TAX
ANTICIPATION NOTES OF THE SCHOOL DISTRICT IN
THE PRINCIPAL AMOUNT OF UP TO \$10,000,000; MAKING
CERTAIN COVENANTS TO EFFECT AND MAINTAIN THE
EXEMPTION OF INTEREST ON SAID NOTES FROM
FEDERAL INCOME TAXATION; AND AUTHORIZING
SUCH FURTHER ACTIONS AND MAKING SUCH
DETERMINATIONS AS MAY BE NECESSARY OR
APPROPRIATE TO EFFECTUATE THE ISSUANCE AND
SALE OF THE NOTES**

BACKGROUND

WHEREAS, The Board of Education of the Black Horse Pike Regional School District, in the County of Camden, New Jersey ("Board" when referring to the governing body and "School District" when referring to the legal entity governed by the Board) is authorized, pursuant to *N.J.S.A. 18A:22-44.1* ("Governing Law"), to borrow money in any fiscal year through the issuance of its negotiable notes in anticipation of the receipt by the School District of taxes and other revenues for such fiscal year; and

WHEREAS, the cash flow forecast prepared with respect to the budget requirements of the School District, a copy of which is attached hereto as Exhibit "A" and made a part hereof, indicates that the School District will experience a cash flow deficit pending the receipt of taxes and other revenues; and

WHEREAS, the School District desires to authorize the issuance and sale of one or more tax anticipation notes of the School District to provide funds necessary to meet the projected cash flow deficit.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF EDUCATION OF THE BLACK HORSE PIKE REGIONAL SCHOOL DISTRICT, IN THE COUNTY OF CAMDEN, NEW JERSEY (NOT LESS THAN TWO-THIRDS OF THE MEMBERS THEREOF AFFIRMATIVELY CONCURRING), AS FOLLOWS:

Section 1. The estimate of taxes and other revenues of the School District to be received and the expenditures to be made, as presented to this meeting, is hereby accepted.

Section 2. Pursuant to the Governing Law, the issuance of up to \$10,000,000, principal amount, of tax anticipation notes of the School District in one or more series, is hereby authorized and approved ("Notes").

Section 3. Each Note to be issued hereunder shall be designated "Tax Anticipation Note of 2020, Series __", shall refer by date of adoption to the resolution pursuant to which it is issued, shall recite that it is issued in anticipation of the collection of taxes, shall be dated the date of delivery thereof (which shall in no event occur before July 1, 2020), shall bear interest at a rate or rates not-to-exceed 6% per annum, shall mature not later than June 30, 2021, may be subject to redemption prior to maturity, shall be in the denomination of \$100,000 or more, and shall be in the form permitted by the Governing Law and as Bond Counsel shall approve.

Section 4. The Business Administrator/Board Secretary, with the assistance of Parker McCay P.A., Bond Counsel, is hereby authorized and directed to award and sell each Note at public or private sale, in such amount as may be determined, at a price not less than par, plus accrued interest, and to deliver the same to the purchaser thereof, upon receipt of the purchase price for such Note.

Section 5. The Notes shall be executed in the name of the School District by the manual or facsimile signatures of the President or Vice President of the Board, and the corporate seal of the School District shall be affixed, imprinted or reproduced thereon, and attested by the manual signature of the Business Administrator/Board Secretary.

Section 6. The proceeds from the sale of the Notes shall be applied only to the purposes provided for in the School District's current budget or for which taxes are levied or to be levied for the current fiscal year and shall not be applied to any other purpose.

Section 7. The power and obligation of the School District to pay the principal of and interest on the Notes shall be unlimited, and the School District, to the extent payment is not otherwise paid is obligated to levy *ad valorem* taxes upon all taxable real property within the School District for the payment of the principal of and interest on the Notes without limitation as to rate or amount.

Section 8. The Business Administrator/Board Secretary is hereby authorized and directed to report, in writing, to the Board at the meeting next succeeding the date of the sale of each series of the Notes, the amount, description, interest rate, maturity date of the Notes sold, the price obtained and the name of the purchaser of such Notes.

Section 9. The School District hereby covenants that it will not make any use of the proceeds of the Notes or do or suffer any other action that would cause: (i) the Notes to be "arbitrage bonds" as such term is defined in Section 148(a) of the Internal Revenue Code of 1986, as amended ("Code"), and the Regulations promulgated thereunder; (ii) the interest on the Notes to be included in the gross income of the owners thereof for federal income taxation purposes; or (iii) the interest on the Notes to be treated as an item of tax preference under Section 57(a)(5) of the Code.

Section 10. The School District hereby covenants as follows: (i) it shall timely file, or cause to be filed, with the Internal Revenue Service, such information report or reports as may be required by Sections 148(f) and 149(e) of the Code; and (ii) it shall take no action that would cause the Notes to be "federally guaranteed" within the meaning of Section 149(b) of the Code.

Section 11. To the extent not otherwise exempt, the School District hereby covenants that it shall make, or cause to be made, the rebate required by Section 148(f) of the Code in the manner described in Treasury Regulation Sections 1.148-1 through 1.148-11, 1.148-11A, 1.149(b)-1, 1.149(d)-1, 1.149(d)-1A, 1.149(g)-1, 1.150-1, 1.150-1A and 1.150-2, as such regulations and statutory provisions may be modified insofar as they apply to the Notes.

Section 12. All actions heretofore taken and documents prepared or executed by or on behalf of the School District by the Superintendent of Schools, Board President, Board Vice President, Business Administrator/Board Secretary, other School District officials or by the School District's professional advisors, in connection with the issuance and sale of each series of the Notes are hereby ratified, confirmed, approved and adopted.

Section 13. The Superintendent of Schools, Board President, Board Vice President and Business Administrator/Board Secretary are hereby authorized and directed to determine all matters and execute all documents and instruments in connection with the Notes not determined or otherwise directed to be executed by the Governing Law, or by this or any subsequent resolution, and the signature of the Superintendent of Schools, Board President, Board Vice President and Business Administrator/Board Secretary on such documents or instruments shall be conclusive as to such determinations.

Section 14. All other resolutions, or parts thereof, inconsistent herewith are hereby rescinded and repealed to the extent of any such inconsistency.

Section 15. This Resolution shall take effect immediately upon adoption this ___th day of _____, 2020.

EXHIBIT "A"

Cash Flow Forecast